

# **EXHIBIT A**

**From:** Arjun Vasan <[arjun.vasan@gmail.com](mailto:arjun.vasan@gmail.com)>

**Sent:** Sunday, April 27, 2025 9:19 AM

**To:** Huey, Gabriel M. <[Gabriel.Huey@klgates.com](mailto:Gabriel.Huey@klgates.com)>; Chiu, Stacey G. <[Stacey.Chiu@klgates.com](mailto:Stacey.Chiu@klgates.com)>

**Subject:** Meet-and-Confer re: Motion for Leave to File Second Amended Complaint — Vasan v. Checkmate.com, Inc., Case No. 2:25-cv-00765-MEMF-JPR

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Gabriel, Stacey,

Pursuant to Local Rule 7-3, I write to initiate the required conference regarding my forthcoming Motion for Leave to File a Second Amended Complaint (“SAC”) in *Vasan v. Checkmate.com, Inc.*, Case No. 2:25-cv-00765-MEMF-JPR (C.D. Cal.).

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**Scope of Proposed Amendment:**

The SAC will:

- Add K&L Gates LLP as a defendant;
- Add Ryan Q. Keech and Charles M. Tea III as individual defendants;
- Add Michael Bell as an individual defendant based on newly discovered facts;
- Assert claims for civil conspiracy to retaliate, aiding and abetting retaliation, aiding and abetting fraud, abuse of process, malicious prosecution and fraud on the court.

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**Newly Discovered Facts:**

The proposed amendments are based on:

- Defendants’ own federal court filings between March and April 2025, which revealed factual misrepresentations regarding my termination, residence, legal representation, the nature of the merger transaction, and the location of key decision-making;
- Newly corroborated evidence showing that Michael Bell — Checkmate’s California-based Chief Strategy Officer, lead negotiator for the merger, my direct supervisor, and ongoing key decision maker — directed or participated in material decisions regarding my employment, termination, post-termination retaliation, and current litigation strategy from California, both before the merger, during my employment, and afterward, contrary to Defendants’ repeated assertions that “no decisions” were made in California.

- The retaliatory filing of a New York State Court action immediately after my protected activity in California, coordinated with a misleading shareholder “Notice of Claim” intended to delay service and induce detrimental reliance;
  - Checkmate’s admission in its Reply brief that I was terminated, after months of contrary representations that I resigned;
  - Procedural misconduct, including misrepresentations in evidentiary objections and strategic concealment of material facts directly affecting venue, jurisdiction, and public interest factors.
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**Procedural Impact:**

The proposed amendments will significantly alter the factual and legal landscape of this action, particularly as to:

- The enforceability of the forum-selection clause under California Labor Code § 925;
  - The public interest factors under 28 U.S.C. § 1404(a);
  - The proper venue for adjudication based on the local residence of individual defendants;
  - The scope, nature, and geographic center of the claims properly before the Court.
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**Good Faith and Judicial Economy:**

I seek this amendment in good faith, based on facts that were not fully ascertainable until Defendants’ recent litigation conduct. My goal is to facilitate an efficient and just resolution of this matter, consistent with Rule 1 of the Federal Rules of Civil Procedure.

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**Meet-and-Confer Logistics:**

Please confirm your availability for a telephonic or Zoom conference during one of the following windows:

- Monday, April 28, 2025, between 10:00 a.m. and 12:00 p.m. Pacific Time; or
- Tuesday, April 29, 2025, between 10:00 a.m. and 12:00 p.m. Pacific Time.

If neither time is available, please propose an alternative within two business days.

If you are willing to stipulate to the filing of the Second Amended Complaint, kindly advise no later than the close of business on April 30, 2025.

During the conference, I will present the evidentiary record that supports the proposed amendments.

Absent a stipulation, I intend to file the Motion for Leave to Amend at the earliest time compliant with L.R. 7-3, and to notice it for hearing consistent with Judge Frimpong's calendar.

Thank you for your prompt attention to this matter.

Sincerely,

**Arjun Vasan**

Plaintiff, pro se

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